

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

WINDSTREAM SERVICES, LLC,

Plaintiff,

– against –

BMG RIGHTS MANAGEMENT (US) LLC
and RIGHTSCORP, INC.,

Defendants.

Civil Action No. 16-cv-5015-AT-RLE

**DECLARATION OF MICHAEL J. ALLAN IN SUPPORT OF MOTION TO DISMISS
WINDSTREAM’S DECLARATORY JUDGMENT COMPLAINT**

I, Michael J. Allan, declare as follows:

1. I am a partner with the law firm of Steptoe & Johnson LLP, counsel of record for Defendants BMG Rights Management (US) LLC (“BMG”) and Rightscorp, Inc. (“Rightscorp”) in this declaratory judgment action brought by Plaintiff Windstream Services, LLC (“Windstream”). I submit this declaration in support of the Defendants’ motion to dismiss Windstream’s declaratory judgment complaint.

2. Unless otherwise stated, this Declaration is based upon my personal knowledge and the documents referred to herein.

3. Shortly after BMG obtained a \$25 million judgment against Cox Communications for contributory copyright infringement in late 2015, Windstream reached out to Rightscorp regarding its receipt of notices that its subscribers were using its network to infringe copyrights owned by BMG, among others.

4. Rightscorp advised counsel for BMG about Windstream’s inquiry, and BMG’s counsel wrote to Windstream on April 1, 2016 to request a time to speak.

5. On May 24, 2016, in-house and outside counsel for BMG spoke on the telephone with in-house counsel at Windstream. The participants in the phone call did not discuss litigation.

6. During the May 24 call, counsel for Windstream requested that BMG provide in writing the framework for a proposed business arrangement between the parties.

7. BMG complied with Windstream's request.

8. Counsel for BMG and Windstream agreed to continue their discussion by scheduling another phone call, but no additional calls took place before Windstream filed this action.

9. Windstream has not filed suit against any other Rightscorp clients or other copyright holders that provide notice of infringement.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: New York, New York
October 4, 2016

A handwritten signature in blue ink, appearing to read "Michael J. Allan", is written above a horizontal line.

Michael J. Allan